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Counsel to the Debtors and  
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

----- x  
In re: : Chapter 11  
:   
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)  
et al., :  
:   
Debtors. : Jointly Administered  
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**ORDER GRANTING DEBTORS' MOTION FOR ORDER SHORTENING NOTICE  
PERIOD AND LIMITING NOTICE ON DEBTORS' MOTION FOR  
ORDER UNDER BANKRUPTCY CODE SECTIONS 105, 363(b)  
AND 503(c)(3) APPROVING A WIND DOWN INCENTIVE AND RETENTION  
PLAN AND AUTHORIZING PAYMENT OF WIND DOWN INCENTIVE  
AND RETENTION PAY TO PLAN PARTICIPANTS**

Upon consideration of the Debtors' Motion for Order  
Shortening Notice Period (the "Motion") of Debtor's Motion  
for Order under Bankruptcy Code Sections 105, 363(b) and  
503(c)(3) Approving a Wind Down Incentive and Retention Plan

and Authorizing Payment of Wind Down Incentive and Retention Pay to Plan Participants (the "Incentive and Retention Plan Motion"); and the Court having reviewed the Motion; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

**ORDERED, ADJUDGED, AND DECREED that:**

1. The Motion is GRANTED.
2. Notice of the Incentive and Retention Plan Motion is shortened so that it may be heard, considered and ruled upon by the Court at the hearing currently scheduled for February 25, 2009.
3. Notice of the Incentive and Retention Plan Motion is limited to the parties as set forth in the Motion.

4. This Court will retain jurisdiction with respect to any dispute concerning the relief granted hereunder.

Dated: Richmond, Virginia

\_\_\_\_\_, 2009

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UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

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/s/ Douglas M. Foley  
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Counsel to the Debtors and Debtors in Possession

**CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)**

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley

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